

**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE**

IN RE FIGS, INC. STOCKHOLDER  
DERIVATIVE LITIGATION

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This Document Relates To:

ALL ACTIONS.

Lead Case No. 1:23-cv-00628-MN

(Consolidated with Case No. 1:23-cv-00755)

**JOINT STIPULATION AND [PROPOSED]  
ORDER CONSOLIDATING RELATED  
SHAREHOLDER DERIVATIVE ACTION**

OSAYI LAWANI, derivatively on behalf of  
FIGS, INC.,

Plaintiff,

v.

SHEILA ANTRUM, HEATHER HASSON,  
A.G. LAFLEY, JEFFREY D. LAWRENCE,  
KENNETH LIN, MICHAEL SOENEN,  
CATHERINE SPEAR, TULCO, LLC,  
THOMAS TULL, DANIELLA TURENSHINE,  
CHRISTOPHER VARELAS, JEFFREY  
WILKE, and J. MARTIN WILLHITE,

Defendants,

and

FIGS, INC.,

Nominal Defendant.

Case No. 1:23-cv-01403

Plaintiff Paige McMurtrie (“Plaintiff McMurtrie”), Plaintiff Andrew Wubben (“Plaintiff Wubben”) and Plaintiff Osayi Lawani (“Plaintiff Lawani”) (collectively “Plaintiffs”), nominal defendant FIGS, Inc. (“FIGS”), and defendants Heather Hasson, Catherine Spear, Jeffrey D. Lawrence, Daniella Turensline, J. Martin Willhite, A.G. Lafley, Jeffrey Wilke, Kenneth Lin, Michael Soenen, Sheila Antrum, Christopher Varelas, and Tulco LLC, (collectively, and with FIGS, “Defendants,” and with Plaintiffs, the “Parties”) jointly submit this stipulation to consolidate the above captioned derivative action *Lawani v. Antrum, et al.*, Case No. 1:23-cv-01403 (D. Del.)

(the “*Lawani* Action”) into the above captioned consolidated derivative action, *In Re Figs, Inc. Stockholder Derivative Litigation*, Lead Case No. 1:23-cv-00628-MN (the “Consolidated Action”) and in support thereof state as follows:

WHEREAS, on June 9, 2023, Plaintiff McMurtrie commenced a shareholder derivative action on behalf of FIGS against Defendants alleging, among other things, violations of federal law and breaches of fiduciary duty in connection with purportedly false and misleading statements and the adequacy of the FIGS’ internal controls (the “*McMurtrie* Action”);

WHEREAS, on July 11, 2023, Plaintiff Wubben commenced a shareholder derivative action on behalf of FIGS against Defendants alleging, among other things, violations of federal law and breaches of fiduciary duty based upon the same facts and misconduct underlying the McMurtrie Action (the “*Wubben* Action”);

WHEREAS, on August 2, 2023, the Court granted Plaintiff McMurtrie’s and Plaintiff Wubben’s (“Consolidated Plaintiffs”) and Defendants’ Joint Stipulation and [Proposed] Order consolidating the *McMurtrie* Action and the *Wubben* Action into the Consolidated Action and appointing Rigrodsky Law, P.A. and The Rosen Law Firm, P.A. as Co-Lead Counsel for Plaintiffs (“Co-Lead Counsel”) in the Consolidated Action. D.I. 7 (the “Consolidation Order”);

WHEREAS, paragraph 4 of the Consolidation Order provided further that:

This Order shall apply to each purported derivative action arising out of the same or substantially the same transactions or events as the Consolidated Derivative Action that is subsequently filed in, removed to, or transferred to this Court. When a case which properly belongs as part of *In re FIGS, Inc. Stockholder Derivative Litigation*, Lead Case No. 1:23-cv-00628-MN, is hereafter filed in, remanded to, or transferred to this Court, counsel for the Parties shall call such filing, remand, or transfer to the attention of the Clerk of the Court for purposes of moving the Court for an order consolidating such case(s) with *In re FIGS, Inc. Stockholder Derivative Litigation*, Lead Case No. 1:23-cv-00628-MN. Unless otherwise ordered, the terms of all orders, rulings, and decisions in the Consolidated Action shall apply to all later shareholder derivative actions filed in this Court, removed to this Court,

reassigned to this Court, or transferred to this Court from another court. *Id.*

WHEREAS, on September 25, 2023, the Court granted Consolidated Plaintiffs’ and Defendants’ Joint Stipulation and [Proposed] Order staying the Consolidated Action. D.I. 9 (the “Stay Order”);

WHEREAS, on December 7, 2023, Plaintiff Lawani commenced the *Lawani* Action in this Court on behalf of FIGS against Defendants alleging, among other things, violations of federal law and breaches of fiduciary duty based upon the same facts and misconduct underlying the Consolidated Action;

WHEREAS, the *Lawani* Action should be consolidated for all purposes, including pre-trial proceedings and trial, into the Consolidated Action, in order to avoid duplication of effort and potentially conflicting results, and to conserve party and judicial resources;

WHEREAS, consolidation is appropriate under Rule 42(a) because the Consolidated Action and the *Lawani* Action (the “Related Derivative Actions”) arise out of the same alleged breaches of fiduciary duty by the same Defendants based on the same underlying misconduct and involve common issues of law; and

WHEREAS, consolidation of the Related Derivative Actions is appropriate under the Consolidation Order in the Consolidated Action, which applies to “each purported derivative action arising out of the same or substantially the same transactions or events as the Consolidated [ ] Action that is subsequently filed in, removed to, or transferred to this Court.” D.I. 7.

**NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED** by the Parties hereto, through their undersigned counsel, as follows:

1. The *Lawani* Action is hereby consolidated for all purposes, including pre-trial proceedings and trial, into the Consolidated Action.

2. Defendants in the *Lawani* Action have accepted service of the Complaint and waived service of the summons through their undersigned counsel and all documents previously filed and/or served in the *Lawani* Action shall be deemed a part of the record in the Consolidated Action.

3. The terms of all orders, rulings, and decisions in the Consolidated Action shall apply to the now consolidated *Lawani* Action, including the Stay Order and the appointment of Co-Lead Counsel in the Consolidation Order, and therefore the Consolidated Action shall remained stayed under the terms of the Stay Order.

Dated: January 5, 2024

**RIGRODSKY LAW, P.A.**

/s/ Seth D. Rigrodsky

Seth D. Rigrodsky (#3147)

Gina M. Serra (#5387)

Herbert W. Mondros (#3308)

300 Delaware Avenue, Suite 210

Wilmington, Delaware 19801

Telephone: 302.295.5310

sdr@rl-legal.com

gms@rl-legal.com

hwm@rl-legal.com

**THE ROSEN LAW FIRM**

Phillip Kim, Esq.

Erica Stone, Esq.

275 Madison Avenue, 40th Floor

New York, NY 10016

Telephone: (212) 686-1060

Email: pkim@rosenlegal.com

*Co-Lead Counsel for Plaintiffs in the  
Consolidated Action*

Dated: January 5, 2024

**DELEEUEW LAW LLC**

/s/ P. Bradford deLeeuw

P. Bradford deLeeuw (#3569)  
1301 Walnut Green Road  
Wilmington, DE 19807  
Telephone: (302) 274-2180

**BRAGAR EAGEL & SQUIRE, P.C.**

Melissa A. Fortunato  
Gabriela A. Cardé  
810 Seventh Avenue, Suite 620  
New York, NY 10019  
Telephone: (212) 308-5858  
Email: Fortunato@bespc.com  
Email: Carde@bespc.com

*Counsel for Plaintiff Lawani*

Dated: January 5, 2024

**MORRIS, NICHOLS, ARSHT &  
TUNNELL LLP**

/s/ D. McKinley Measley

D. McKinley Measley  
1201 North Market Street, 16th Floor  
PO Box 1347  
Wilmington, DE 19889  
Telephone: (302) 290-2535  
Facsimile: (302) 658-3989

**COOLEY LLP**

Koji Fukumura  
10265 Science Center Drive  
San Diego, CA 92121  
Telephone: (858) 550-6008  
Facsimile: (858) 550-6420  
Email: kfukumura@cooley.com

*Counsel for Defendants FIGS, Inc., Heather  
Hasson, Catherine Spear, Jeffrey D.  
Lawrence, Daniella Turenshtine, J. Martin  
Willhite, A.G. Lafley, Jeffrey Wilke, Kenneth  
Lin, Michael Soenen, Sheila Antrum, and  
Christopher Varelas*

Dated: January 5, 2024

**SKADDEN, ARPS, SLATE, MEAGHER  
& FLOM LLP**

/s/ Paul J. Lockwood

Paul J. Lockwood (ID No. 3369)

One Rodney Square

920 North King Street

Wilmington, Delaware 19801

Telephone: (302) 651-3000

Facsimile: (302) 651-3001

*Counsel for Defendant Tulco LLC*

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SO ORDERED this \_\_\_\_\_ day of \_\_\_\_\_, 2024.

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The Honorable Maryellen Noreika  
United States District Court Judge